

COSMO SENIOR CITIZENS' CENTRE

BY-LAWS

AMENDED 1996, 2002, 2008, 2009, 2025, and 2026

A By-law relating generally to
the Conduct of the Affairs of
COSMO SENIOR CITIZENS' CENTRE INCORPORATED (herein, after called the "Corporation")
as follows:

ARTICLE I

NAME: This organization shall be known as COSMO SENIOR CITIZENS' CENTRE INCORPORATED.

ARTICLE II

VISION: To provide a facility for seniors to come together, to enhance their quality of life.

MISSION STATEMENT: To promote the dignity, well being, and independence of seniors in Moose Jaw and District by providing resources, classes, events, programs, and supporting age-friendly policies.

ARTICLE III

INTERPRETATION: In these By-Laws, unless the context otherwise requires:

- 3.1 BOARD OF DIRECTORS: is the body, which has the authority and responsibility for the governance of the Centre.
- 3.2 CENTRE: shall mean the real property and buildings situated thereon.
- 3.3 CENTRE STAFF: means the person(s) hired by the Board of Directors to be responsible for the day-to-day management of the Centre.

ARTICLE IV

MEMBERSHIP:

- 4.1 Membership shall be open to all residents of Moose Jaw and District who are in sympathy with the objectives of the corporation who are fifty five (55) years of age or over, and have paid an annual current membership fee.
- 4.2 Regular fees shall be paid by the Members to the Corporation as agreed upon by the Members at a General Meeting. To remain in good standing, membership fees are due no later than Jan 15 of the current year. To have the ability to vote, membership fees must be paid no later than April 1 of the current year. Current annual membership fees are \$50.00.
- 4.3 New members who apply for membership after July 31 will be allowed ½ year membership fee for the current year.

- 4.4 Any person, after attending any daily activity three times, are required to purchase a full year membership at Cosmo Centre.

ARTICLE V

MEMBERSHIP OF THE BOARD OF DIRECTORS

- 5.1 (a) The Board shall consist of eight (8) Directors elected at the Annual Meeting.
(b) The term of office for Board Members is as follows:
- i. All Board Members are two year terms with ½ offsetting each other.
 - ii. Four Board Members eligible for the two year term shall be those that received the greatest number of votes cast per individual member at the said election.
 - iii. Anyone replacing a Board Member for a period of six (6) or more months shall be considered as serving a full term.
 - iv. The term of office for any Board Member shall not exceed four (4) consecutive terms, and shall not be eligible for re-election until one full year has elapsed.
 - v. Must be a member for one full year to be on the Board.
- 5.2 A past Board Member may be appointed by resolution of the Board of Directors and may attend Board Meeting and participate in discussions but shall not vote.
- 5.3 In the event that a Director resigns, retires or dies, the vacancy will be filled at the next annual meeting.
- 5.4 The Corporation may by extraordinary resolution remove any Director before the expiration of his/her term of office for fraud, threats, creating a disturbance or abusive language or other inappropriate conduct as judged by the board. They may appoint another eligible person in his/her place.

ARTICLE VI

POWERS AND DUTIES OF THE BOARD OF DIRECTORS

- 6.1 To determine and effect the policies of the Corporation.
- 6.2 To provide adequate facilities and equipment for the Centre.
- 6.3 To maintain the Centre and equipment in a safe and proper condition.
- 6.4 To make available sufficient funds, to maintain adequate control of expenditures, to provide for the safe administration of funds and to ensure that adequate records of all financial transactions are recorded and kept secure.

ARTICLE VII

OFFICERS OF THE BOARD

- 7.1 The officers of the Board of Directors shall be elected from and by the directors and shall be:
President, Vice President, Secretary, Treasurer

ARTICLE VIII

DUTIES OF THE OFFICERS

- 8.1 The duties of the officers shall be outlined in the Terms of Reference.

ARTICLE IX

STAFF

- 9.1 The duties of the staff shall be outlined in the Terms of Reference.

ARTICLE X

MEETINGS

THE MEMBERS

- 10.1 The Corporation shall hold each year an Annual Meeting of the Members for the action of any business within the powers of the Corporation and this meeting shall be held on the 3rd Wednesday of APRIL each year at a time and place determined by the Board of Directors. The Executive Director shall give notice of the date and place of the Annual Meeting at least 15 days prior to the meeting.
- 10.2 At any time in the interval between Annual Meetings, Special Meetings of the Members of the Corporation may be called by a majority of the Board of Directors or by any twenty (20) Members.
- 10.3 At any general meeting of the Members, a quorum necessary to conduct the business thereof shall be not less than ten (10%) percent of said members of said Corporation in good standing.
- 10.4 All meetings of the Members shall be held in the City of Moose Jaw.
- 10.5 All proposed motions must be presented to the Executive Director, 48 hours prior to the annual meeting, so they can be available in the meeting package.
- 10.6 All motions not presented ahead of time must have a 75% vote to be approved to be presented at the annual meeting.
- 10.7 All Bylaw changes must have 2/3 vote to be passed.
- 10.8 At any meeting of the Members, only Members in good standing shall be entitled to vote, and each Member shall be entitled one vote, and unless so demanded or ordered by any Member, no vote need to be by ballot.

THE BOARD OF DIRECTORS

- 10.9 The Board of Directors shall meet regularly with a minimum of ten (10) meetings each year.
- 10.10 A quorum shall consist of not less than fifty (50%) percent plus one of members of the Board of Directors.
- 10.11 Notice of regular meetings shall be given to each Board Member at least 24 hours prior to the meeting.
- 10.12 Special meetings of the Board of Directors shall be called by the President when directed to do so in writing by any five (5) Directors and that no business other than that set out in the request shall be conducted.
- 10.13 At any Regular or Special Meeting of the Board of Directors, if less than fifty (50) percent of those entitled to attend are in attendance, the meeting shall be adjourned and no business shall be conducted.
- 10.14 Every Director shall be entitled to one vote and in the event of an equality of votes the motion shall be deemed defeated.
- 10.15 If any Director shall be absent for three (3) consecutive regular meetings of the Board of Directors without being excused by the Board of Directors, he/she shall cease to be a member of the Board of Directors.
- 10.16 Rules of Procedure – Robert’s Rule of Order, latest edition, shall govern the proceedings.

ARTICLE XI

COMMITTEES

- 11.1 The Board of Directors shall meet at the following monthly Board meeting to elect the officers.
- 11.2 The Board of Directors shall at its first Regular Meeting following the Annual Meeting appoint the following committees and their chairperson who shall report to the Board of Directors at its Regular Meetings:
- (a) Finance Committee
 - (b) House and Grounds and Equipment Committee
 - (c) Program Committee
- 11.3 Special Committees may be appointed from time to time by the Board of Directors.

ARTICLE XII

THE DUTIES OF THE STANDING COMMITTEES:

- 12.1 The duties of the standing committees shall be outlined in the Terms of Reference.

ARTICLE XIII

ANNUAL REPORTS

- 13.1 There shall be prepared annually a full and correct statement of affairs of the Corporation, including a Balance Sheet and a Financial Statement of Operations for the preceding fiscal year, which shall be submitted at the Annual Meeting of the Members. There shall be prepared annually a Financial Statement of the Operations of the Corporation for the preceding fiscal year, such statements to be prepared by an independent accounting firm as may be designated by the Board of Directors. Such statement to be filed at the Principle Office of the Corporation.

ARTICLE XIV

ACCOUNTING FIRM

- 12.1 The Board of Directors shall at its first regular meting following the Annual Meeting appoint an Accounting Firm.

ARTICLE XV

FINANCE

- 15.1 The fiscal year of the Corporation shall be determined by the Board of Directors
- 15.2 All monies received by or on behalf of the Corporation shall be deposited in a Chartered Bank, Credit Union, or Trust Company with chequing as designated by the Board of Directors.
- 15.3 There shall be no less than two signing officers as determined by the Board of Directors.

ARTICLES XVI

AMENDMENTS

- 16.1 An amendment or amendments to the By-Laws may be considered at a Regular Meeting of the Board of Directors upon a notice of motion setting out the proposed amendments having been given at the Regular Meeting of the Board immediately preceding the meeting of the Board at which the amendment or amendments are to be considered. The proposed amendment or amendments duly considered, if approved by two- thirds of the votes cast at the said Board Meeting, shall be presented to an Annual/Special Meeting of the Membership called for such purpose and such said amendment or amendments shall become effective upon receiving two-thirds of the votes cast in the affirmative at such meeting by the Members present.

ARTICLE XVII

DISSOLUTION

- 17.1 Upon liquidation and dissolution of the Corporation and after the payment of all debts and liabilities, the Corporation's remaining assets shall be distributed or disposed of, to such charitable organizations as may be decided upon by the Board of Directors.